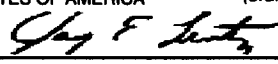


SOLICITATION/CONTRACT/ORDER FOR COMMERCIAL ITEMS <i>OFFEROR TO COMPLETE BLOCKS 12, 17, 23, 24, AND 30</i>				1. REQUISITION NUMBER AMSTAC-MXE0-0103		PAGE 1 OF 8	
2. CONTRACT NO. GS-35F-0453L		3. AWARD/EFFECTIVE DATE 07-Jan-2003		4. ORDER NUMBER DAAE07-03-F-L525		5. SOLICITATION NUMBER	
7. FOR SOLICITATION INFORMATION CALL		a. NAME		b. TELEPHONE NUMBER (No Collect Calls)		6. SOLICITATION ISSUE DATE	
9. ISSUED BY TACOM WARREN E. 11 MILE RD WARREN MI 48397-5000 TEL: FAX:		CODE DAAE07		10. THIS ACQUISITION IS <input checked="" type="checkbox"/> UNRESTRICTED <input type="checkbox"/> SET ASIDE: %FOR <input type="checkbox"/> SMALL BUSINESS <input type="checkbox"/> SMALL DISADV. BUSINESS <input type="checkbox"/> 8(A) SIC: SIZE STANDARD:		11. DELIVERY FOR FOB DESTINATION UNLESS BLOCK IS MARKED <input type="checkbox"/> SEE SCHEDULE <input checked="" type="checkbox"/> 13 a. THIS CONTRACT IS A RATED ORDER UNDER DPAS (15 CFR 700)	
						12. DISCOUNT TERMS Net 30 Days	
15. DELIVER TO TACOM WARREN SEE SCHEDULE SEE SCHEDULE WARREN MI		CODE DAAE07		16. ADMINISTERED BY TACOM WARREN AMSTA-AQ-ABRD/322 GORDON AU 586-574-7165 AUG@TACOM.ARMY.MIL WARREN MI 48397-5000		CODE DAAE07	
17 a. CONTRACTOR/ OFFEROR BENTLEY SYSTEMS, INC. CRAIG AMHAUS 685 STOCKTON DRIVE EXTON PA 19341-0678 TEL. 610-458-2787		CODE 05FE0 FACILITY CODE		18 a. PAYMENT WILL BE MADE BY DFAS-ST LOUIS DFAS-SL-FPW (ATTN:VPB) BLDG 110 PO BOX 200009 ST LOUIS MO 63120-0009		CODE HQ0304	
<input checked="" type="checkbox"/> 17 b. CHECK IF REMITTANCE IS DIFFERENT AND PUT SUCH ADDRESS IN OFFER		18 b. SUBMIT INVOICES TO ADDRESS SHOWN IN BLOCK 18 a. UNLESS BLOCK BELOW IS CHECKED <input checked="" type="checkbox"/> SEE ADDENDUM					
19. ITEM NO.		20. SCHEDULE OF SUPPLIES/ SERVICES		21 QUANTITY		22. UNIT	
		SEE SCHEDULE				23. UNIT PRICE	
						24. AMOUNT	
25. ACCOUNTING AND APPROPRIATION DATA See Schedule						26. TOTAL AWARD AMOUNT \$4,298.25	
27 a. SOLICITATION INCORPORATES BY REFERENCE FAR 52.212-1, 52.212-4, FAR 52.212-3 AND 52.212-5 ARE ATTACHED. ADDENDA <input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED							
27 b. CONTRACT/PURCHASE ORDER INCORPORATES BY REFERENCE FAR 52.212-4, FAR 52.212-5 IS ATTACHED. ADDENDA <input type="checkbox"/> ARE <input type="checkbox"/> ARE NOT ATTACHED							
28. CONTRACTOR IS REQUIRED TO SIGN THIS DOCUMENT AND RETURN TO ISSUING OFFICE. CONTRACTOR AGREES TO FURNISH AND DELIVER ALL ITEMS SET FORTH OR OTHERWISE IDENTIFIED ABOVE AND ON ANY ADDITIONAL SHEETS SUBJECT TO THE TERMS AND CONDITIONS SPECIFIED HEREIN.				29. AWARD OF CONTRACT: REFERENCE <u>quote: Craig Amhaus, 31Dec</u> <input checked="" type="checkbox"/> OFFER DATED . YOUR OFFER ON SOLICITATION (BLOCK 5), INCLUDING ANY ADDITIONS OR CHANGES WHICH ARE SET FORTH HEREIN, IS ACCEPTED AS TO ITEMS: SEE SCHEDULE			
30 a. SIGNATURE OF OFFEROR/CONTRACTOR				31 a. UNITED STATES OF AMERICA (SIGNATURE OF CONTRACTING OFFICER) 			
30 b. NAME AND TITLE OF SIGNER (TYPE OR PRINT)		30 c. DATE SIGNED		31 b. NAME OF CONTRACTING OFFICER (TYPE OR PRINT) JAY E. LENTZ / CONTRACTING OFFICER		31 c. DATE SIGNED 07-Jan-2003	
32 a. QUANTITY IN COLUMN 21 HAS BEEN <input type="checkbox"/> RECEIVED <input type="checkbox"/> INSPECTED <input type="checkbox"/> ACCEPTED, AND CONFORMS TO THE CONTRACT, EXCEPT AS NOTED				33. SHIP NUMBER <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL		34. VOUCHER NUMBER	
						35. AMOUNT VERIFIED CORRECT FOR	
32 b. SIGNATURE OF AUTHORIZED GOVT. REPRESENTATIVE		32 c. DATE		36. PAYMENT <input type="checkbox"/> COMPLETE <input type="checkbox"/> PARTIAL <input type="checkbox"/> FINAL		37. CHECK NUMBER	
41 a. I CERTIFY THIS ACCOUNT IS CORRECT AND PROPER FOR PAYMENT				38. S/R ACCOUNT NUMBER		39. S/R VOUCHER NUMBER	
41 b. SIGNATURE AND TITLE OF CERTIFYING OFFICER		41 c. DATE		42a. RECEIVED BY (Print)		40. PAID BY	
				42b. RECEIVED AT (Location)			
				42c. DATE REC'D (YY/MM/DD)			
				42d. TOTAL CONTAINERS			

AUTHORIZED FOR LOCAL REPRODUCTION

STANDARD FORM 1449 (10-95)
Prescribed by GSA
FAR (48 CFR) 53.212

SECTION SF 30 BLOCK 14 CONTINUATION PAGE

GSA Contract No. GS-35F-0453L
Group 70
Expiration Date: 10 Jun 2006.

ADVANCE PAYMENT AUTHORIZED

Please submit invoices electronically in accordance with paragraph 3 of the PROMPT PAYMENT (INVOICES) Clause, page 6.

PERIOD OF PERFORMANCE:

1 Oct 2002 thru 30 Sep 2003.

Contractor to furnish labor, materials and equipment to provide maintenance services for government-owned licensed CAD design software (10 copies) and Viewing software (5 copies) for the Public Works Division for a one year period.

CUSTOMER POINT OF CONTACT and PERFORMANCE CERTIFIER:

Mr. Eddie Morris
AMSTA-CM-XEE/117
Telephone: (586) 574-5262.

DELIVERY INFORMATION:

TACOM—Warren
Attn.: Eddie Morris, AMSTA-CM-XEE
6501 E. 11 Mile Road, MS 117, Bldg. 205 Engineering
Warren, MI 48397-5000.

For Government Finance and Accounting use: Vendor's Remit-To Address:

Bentley Systems, Inc.
P.O. Box 828836
Philadelphia, PA 19182-8836.

SECTION SF 1449 CONTINUATION SHEET

ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0001		10.00	Each	\$408.00	\$4,080.00

Product I.D.: 1003.

FFP -

Product Description: MicroStation SELECT Subscription.

PURCHASE REQUEST NUMBER AMSTAC-MXE0-0103

NET AMT	\$4,080.00
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ACRN AA Funded Amount	\$4,080.00
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ITEM NO	SUPPLIES/SERVICES	QUANTITY	UNIT	UNIT PRICE	AMOUNT
0002		5.00	Each	\$43.65	\$218.25

Product I.D.: 1011.

FFP -

Product Description: PowerScope SELECT Subscription.

PURCHASE REQUEST NUMBER AMSTAC-MXE0-0103

NET AMT	\$218.25
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ACRN AA Funded Amount	\$218.25
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DELIVERY INFORMATION

CLINS	DELIVERY DATE	UNIT OF ISSUE	QUANTITY	FOB	SHIP TO ADDRESS
0001	POP 01-OCT-02 TO 30-SEP-03	Each	10.00	Dest.	DAAE07 TACOM WARREN SEE SCHEDULE SEE SCHEDULE WARREN MI
0002	POP 01-OCT-02 TO	Each	5.00	Dest.	Same as CLIN 0001

30-SEP-03

ACCOUNTING AND APPROPRIATION DATA

AA: 2132020000036D8030438879.N10025710000003XEN1DA25226MXE00103S20113
AMOUNT: \$4,298.25

CLAUSES INCORPORATED BY FULL TEXT

"All hardware/software must be Section 508 compliant. If it is deemed non-compliant it is the responsibility of the contractor to make it compliant at the cost of the contractor."

AUTOMATED INFORMATION SYSTEM SECURITY REQUIREMENT.

1. Contractor will comply with all Department of the Army Directives, AR 380-19, AMC Suppl 1 to AR 380-19 and Army Material Command (AMC) security directives, Corporate Information Office (CIO) and Directorate Intelligence Security Division, memorandums, and numbered messages. All new systems require accreditation and certification that connect to TACOM computer systems and must be approved by the CIO before connection is accepted. Personnel who require access to SBU (Sensitive but Unclassified) defense information because of their duties in repairing or working on Automation Information System Equipment or Software will be appropriately investigated based on the sensitivity of the ADP position held. ADP sensitivity designations are ADP-1 for critical-sensitive, ADP-II for Noncritical-sensitive and ADP III for Nonsensitive. Before technician can work on ADP hardware/software, Investigation must be completed.

a. The requesting agency/contractor should have a contract with TACOM and a point of contact person here at TACOM which should be an Information Assurance Security Officers (IASO). The IASO is knowledgeable of these security requirements and would be the person responsible for that agency/contractor.

b. If remote access is needed for this agency/contractor to TACOM-Warren Automated Data Processing (ADP) systems and Sensitive But Unclassified (SBU) Information will be accessed during the contract the agency/contractor must use an National Security Agency approved method to encrypt this information if it is sent/received outside this Command. The use of a commercial Internet Service Provider for receipt of government information is prohibited. A Terminal Server Access Controller System (TSACS) Account must be established and used for government email and installed on a government machine.

2. The security measures below are consistent with Dept of the Army security policies and directives and are required to protect the TACOM-Warren TWNET. The goal is to ensure the confidentiality, integrity, and availability of Dept of the Army automation assets and software and to reduce cracker, hacker, and malicious code attacks to the maximum extent possible.

a. In accordance with (IAW) AMSTA-CM-XS Message #17 ADP I, ADP II, ADP III Positions, 2 Apr 1996, agency/contractor employees must be designated as ADP I, ADP II, or ADP III positions. Personnel who require access to SBU (Sensitive but Unclassified) defense information because of their duties with

an AIS will be appropriately investigated based on the sensitivity of the ADP position held. ADP sensitivity Designations are ADP-I for critical-sensitive, ADP-II for noncritical-sensitive and ADP-III for Non-sensitive. The IASO will designate the position sensitivity in accordance with message #17. Before assumption of ADP duties, an SF85P or SF86 must be completed and sent by your Facility Security Officer (FSO) direct to Defense Security Service for each individual requiring access. A copy of the SF85P or SF86 must be sent to AMSTA-CM-XSC for review, who will summarize their findings and provide same to the TACOM Designated Approving Authority (DAA) who can grant interim access to agency/contractor employees if the required investigation has been submitted by your FSO to DSS and a EPSQ receipt is faxed to AMSTA-CM-XSC at DSN 786-6362, or (810) 574-6362 - AND if there are no derogatory issues found. The SF85P or SF86 copies can be mailed to: CDR U.S. Army TACOM, 6501 E. 11 Mile Road, ATTN: AMSTA-CM-XSC, Warren, MI 48397-5000. Contractor will be responsible for submitting their required security investigations to the Defense Investigative Service Clearance Office (DISCO). Upon request contractor will provide security investigation data to Directorate Intelligence Security Division, so their personnel can be incorporated into the TACOM-Warren Security Clearance Roster.

(1) Personnel assigned to ADP II positions must have a favorably completed investigation (National Agency Check (NAC) or a National Agency Check with Inquires (NACI), Complete SF 86 and FD 258 before access to a Department of the Army automation network and information can be granted.

b. IAW AMSTA-CM-XS Encl 1 (Automated Information Systems Annual Security Message Briefing, 23 Sep 1999) to message #17 ADP 1, ADP II, ADP III Positions, 2 Apr 1996, All agency/contractor employees who have access to TACOM computers must each read and sign a copy of Encl 1.

c. IAW AMSTA-CM-XS INFO #33 How to Complete Security Forms Using EPSQ, 30 Oct 1996, and the four Page Handout on Guidelines for Completing the SF 86 Using the Electronic Personnel Security Questionnaire (EPSQ) which was distributed to Security Coordinators and Information Assurance Security Officers at the 23 Sep 1999, TACOM-Warren Quarterly Security Conference, all agency/contractor individuals must submit SF86 forms in the EPSQ format and FD 258 (Fingerprint cards).

(1) Note: Local Police Departments will normally take fingerprints for a small fee. An alternative is to make an appointment with the nearest DoD facility that has a Security Office trained and equipped to take fingerprints.

d. IAW TACOM Directives submit the required completed forms for all agency/contractor employees that require TWNET, and TSACS, access. The required forms are available in the TWNET Forms crib and are below as an attachment.

(1) New TWNET Account (TUA01).

(2) Trusted System Application (TUA 12) with attachments.

(3) Contractor/Vendor Terminal Server Access Controller System (TSACS) Account and Password Request.

(4) An Accreditation and Certification process for each AIS (Automated Information System) that connects to TACOM computer systems must be reviewed by the Information Assurance Manager (IAM) Mr. Steve Twynham and then forwarded to the DAA for final approval before connection is accepted.

e. IAW Dept of the Army Directives, AR 380-19, and AMC Suppl 1 to AR 380-19, agency/contractor must have malicious code protection on their PC/s used to connect to the TACOM-Warren, TWNET. Malicious code protection must be monitored daily for updates and immediate implementation. TACOM-Warren uses the most current version of Norton Anti-virus software and McAfee Anti-virus software.

(1) Report any malicious code problems or thefts of equipment, software, or code to the TACOM-Warren IASO. The IASO will forward automation security concerns to his/her supporting Information Assurance Manager (IAM).

f. Secure the computer equipment and information associated with this contract in a locked office or container, and locked building.

(1) Ensure only personnel designated to work on this contract have access to the computer equipment and information.

(2) Foreign Nationals must not have access to this equipment and information.

(3) Identify the physical security measures (i.e. locked office, locked buildings, building alarms etc.) in place to protect the contract-associated equipment and information at the agency/contractor location. Provide a short description and diagram.

g. Corporate Information Office (CIO), when issuing an agency/contractor e-mail accounts, will ensure

that their names, when displayed, show they are contractors and not government employees.

h. Access for agency/contractor will be limited to the TWNET and servers directly related to their contract work.

i. Each agency/contractor employee associated with this contract must have a unique Department of the Army issued password and user ID. User IDs and Passwords will not be shared among employees.

j. Coordinate with CIO - TACOM to ensure computers used by the agency/contractor are properly configured to work with TSACS and the TWNET.

l. On completion of the project/contract the agency/contractor will notify the TACOM IASO, who will then notify the TACOM Information Assurance Team and CIO help desk, so the TWNET, and TSACS access can be terminated.

3. POC for this action is Mr. Jack Ciraulo, AMSTA-CM- ISS(IA), 810-574-8431 or Mr. Steve Twynham, 810-574-4117.

PROMPT PAYMENT (INVOICES)

(JUNE 2000)

1. In accordance with the Prompt Payment Clause (FAR 52.232.25), this guidance is provided for the submission of invoices.

2. An invoice is the Contractor's bill or written request for payment under the order for supplies delivered or services performed. An invoice shall be prepared and submitted to the designated billing office specified in the order.

3. Submit your invoice, preferably by email or through other electronic means, to EITHER:

☒ CONTRACTINVOICE@tacom.army.mil OR

_____ the administrator at the address on the face page of this contract

(If none of these is checked, send it to the first address:

CONTRACTINVOICE@tacom.army.mil)

4. A proper invoice must include the following items:

- (a) Name and address of the Contractor
- (b) Invoice date
- (c) Order number or other authorization for supplies delivered or services performed (including order number and **contract line item number** CLIN)
- (d) Description, quantity, unit of measure, unit price, and extended price of supplies delivered or services performed.
- (e) Shipping and payment terms (e.g., shipment number and date of shipment, prompt payment discount terms). Bill of lading number and weight of shipment will be shown for shipment on Government bills of lading
- (f) Name and address of Contractor to whom payment is to be sent (must be as specified in the order or in proper notice of assignment)
- (g) **Tax payer ID number.**
- (h) Any other information or documentation required by other requirements of the order (such as evidence of shipment)

NOTE: ALL INVOICES FAILING TO PROVIDE THE REQUIRED INFORMATION WILL BE RETURNED UNPAID.

5. Interest penalties to be paid by the Government if payment is not made within the applicable time limits specified by the Prompt Payment Act, are subject to the following conditions:

- (a) A proper invoice was received by the designated billing office
- (b) A receiving report or other Government documentation authorizing payment was processed and there was no disagreement over quantity, quality, or contractor compliance with any term or condition.
- (c) In the case of a final invoice for any balance of funds due the Contractor for supplies delivered or services performed, the amount was not subject to further contract settlement actions between the Government and the Contractor.

(end of clause)

52.239-4001 YEAR 2000 (Y2K) COMPLIANCE (SEP 1998)

a. In the event that this contract calls for the delivery of any data processing hardware, software and/or firmware (to be referred to as information technology), such deliverables shall be required to perform accurate data/time processing involving dates subsequent to December 31, 1999. The information technology shall be Year 2000 compliant upon delivery.

b. Definition. Year 2000 compliant means information technology that accurately processes date/time data (including, but not limited to, calculating, comparing, and sequencing) from, into, and between the twentieth and twenty-first centuries, and the years 1999 and 2000 and leap year calculations. Furthermore, Year 2000 compliant information technology, when used in combination with other information technology, shall accurately process date/time data if the other information technology property exchanges date/time data with it.

c. Alternate I. While not necessarily all-inclusive, the following items are specifically encompassed by this requirement:

(End of Clause)

PAYMENT ADDRESS (DEC 1988)

Note: Payment to be made to the address on Contractor's invoice.

Marking of Shipment

All packages must be marked with the contents and TACOM Contract/Order Number. Failure to properly mark all shipments may result in delayed payment and possible rejection of invoices and/or shipments.

ADVANCE PAYMENT INVOICE (JAN 1997)

ADVANCE PAYMENT AUTHORIZED – The Contractor's invoices must be submitted before payment can be made. The contractor will be paid on the basis of performance certification by the authorized Government Representative that services have been initiated by the contractor.